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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF SECRETARY

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)	
)	
Revision of Part 22 of the)	
Rules Governing the Public)	CC Docket 92-115
Mobile Services)	
)	
Amendment of Part 22 of the)	
Commission's Rules to Delete)	
Section 22.119 and Permit the)	CC Docket No. 94-46
Concurrent Use of Transmitters)	RM 8367
in Common Carrier and Non-common)	
Carrier Services)	
)	
Amendment of Part 22 of the)	
Commission's Rules Pertaining)	CC Docket No. 93-116
to Power Limits for Paging)	
Stations Operating in the 931 MHz)	
Band in the Public Mobile Service)	

SPRINT'S OPPOSITION TO PETITIONS FOR RECONSIDERATION

Sprint Corporation ("Sprint") respectfully files these comments in opposition to BellSouth's and GTE's Petitions for Reconsideration of the Commission's September 9, 1994 Report and Order.¹

Both GTE and BellSouth ask the Commission to revise new rule section 22.137 by reinstating the language from old rule section 22.39(a)(1) that "any change in ownership from less than

1. Petition for Reconsideration of BellSouth Corporation and BellSouth Enterprises, Inc. ("BellSouth") filed on December 19, 1994 and Petition for Reconsideration and Clarification filed by GTE Service Corporation ("GTE") filed on December 19, 1994.

50 percent to 50 percent or greater constitutes a transfer or change of control giving rise to a duty to file an application for approval."²

Sprint submits that change in ownership from below 50 percent to 50 percent or greater is not indicative of whether a de facto or de jure change of control took place, and believes that inclusion of such an arbitrary requirement will result in many unnecessary filings that will only add to the burden of an already overburdened Commission staff.³

As the comments of Airtouch/U S West correctly point out, numerous examples exist, including parent-subsidary corporate transactions and partnership transactions within a limited partnership, of changes in ownership from below 50 percent to 50 percent or greater that constitute mere internal reorganizations that lack substance in a change of control analysis.⁴ Such "form over substance" transactions that have no impact on de facto or de jure control should not trigger filing requirements.

2. GTE at p. 7.

3. Sprint acknowledges that Commission Rule 24.839, governing PCS license transfers, requires a filing for ownership changes from below 50 percent to 50 percent or greater. Sprint believes that the PCS rule should be modified to conform with new rule 22.137.

4. Joint Petition for Reconsideration and Clarification of Airtouch Communications, Inc. and U S West NewVector Group, Inc. filed on December 19, 1994 ("Airtouch/U S West").

Sprint urges the Commission to reject BellSouth's and GTE's arguments that new rule section 22.137 be modified.

Respectfully submitted,

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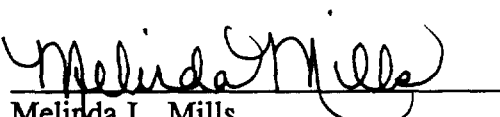
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January 20, 1995

CERTIFICATE OF SERVICE

I, Melinda L. Mills, hereby certify that I have on this 20th day of January, 1995, sent via U.S. First Class Mail, postage prepaid, or Hand Delivery, a copy of the foregoing "Sprint's Opposition to Petitions For Reconsideration" in the Matter of Revision of Part 22 of the Rules Governing the Public Mobile Services, CC Docket No. 92-115, et.al, filed this date with the Acting Secretary, Federal Communications Commission, to the persons on the attached service list.


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